

Piyush A. Luktuke

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Form No. MGT-13 Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
13th Annual General Meeting of the Equity Shareholders of
Bansal Roofing Products Limited
(CIN: L25206GJ2008PLC053761)
Held on Tuesday, 22nd June, 2021 at 02.00 P.M.
Through Video Conferencing

Dear Sir,

I, Piyush Luktuke, Advocate, by Profession, Vadodara appointed as Scrutinizer by the Board of Directors of Bansal Roofing Products Limited having its registered address at 3/2, Labdhi Industrial Estate, Acid Mill Compound, Ranmukteshwar Road, Pratapnagar, Vadodara Gujarat 390004 for the purpose of scrutinizing remote e-voting & electronic voting process through Video Conference (VC)/other Audio Visual Means (OVM) conducted at the Thirteenth Annual General Meeting of the Equity Shareholders of the company pursuant to provision of Section 108 of Companies Act, 2013 read with Rule 20 & 21 of companies (management and administration) rules, 2014 (amendment Rule 2015) and SEBI (Listing Obligation Disclosure Requirements) 2015.

In Compliance of provision of Section 108 of Companies Act, 2013 read with Rule 20 & 21 of companies (management and administration) rules, 2014 (amendment Rule 2015) and SEBI (Listing Obligation Disclosure Requirements) 2015, the Thirteenth Annual General Meeting of the company was held through Video Conference (VC)/other Audio Visual Means (OVM) without physical presence of members at common venue.



1. The Management of the Company is responsible to ensure compliance with the requirement of the relevant provisions of (i) Companies Act, 2013 and the Rules made thereunder (ii) the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and (iii) Secretarial Standard - 2 on General Meeting issued by Institute Of Company Secretary Of India, relating to the poll , including voting by Electronic means (remote e- voting) if applicable, my responsibility as a Scrutinizer is restricted to give a Report on the votes cast by members for the resolution (business) contained in the Notice dated 13th May, 2021, and Addendum to the notice dated 03rd June 2021.
2. Notice of the Annual General Meeting was placed on the website of the company www.bansalroofing.com.
3. Notice clearly indicated the process & manner for electronic voting during the Annual General Meeting & also time schedule of Remote e-voting from Saturday, 19th June 2021 , 09:00 A.m Till Monday, 21st June 2021, 05:00 P.M during which the vote could be casted and also provided the Login ID and created facility for password generation and casting of vote in a secured manner.
4. As prescribed in aforesaid rules company has also published Newspaper advertisement on *THE INDIAN EXPRESS* on 27th May 2021 and in *GUJARAT MITRA* on 27th May 2021 and it carried the required information as specified in the Rules.
5. Remote e-voting remained open for 03 days from Saturday, 19th June 2021 ,09:00 A.m Till Monday, 21st June 2021, 05:00 P.M and that aforesaid remote e-voting period was completed 1 day prior to the date of 13th Annual General Meeting held on 22nd June, 2021.
6. Equity shareholders holding shares as on the cutoff date i.e. 15th June 2021 were entitled to vote on the proposed resolution (Item No. 1 - 10) as set out in Notice of 13th Annual General Meeting including Addendum to the notice.



7. At 13th Annual General Meeting held on 22nd June, 2021 the facility to vote through electronic voting system had been provided to facilitate voting for those members who were present at the meeting through video conferencing (VC)/other Audio Visual Means (OVM) but could not cast there votes through remote e-voting.
8. After the closure of period for remote e-voting on 21st June 2021, the details of members such as their name, folio number, number of shares held, who casted their votes through remote e-voting were downloaded from the e-voting website of Linkintime <https://instavote.linkintime.co.in> for the purpose of ensuing that the members who have casted their votes through remote e-voting donot electronically vote again at 13th Annual General Meeting.
9. After the closure of Electronic voting at Annual General Meeting the votes casted through electronic voting at Annual General Meeting & through remote e-voting prior to the date of Annual General Meeting were unblocked on 22/06/2021 at 04:00 PM in presence of 2 witness who are not in employment of the company namely Mr. Hardik Paranjape and Ms. Alifya Attarwala.
10. The details contained, interalia, list of Equity Shareholders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the website of Linkintime <https://instavote.linkintime.co.in>.
11. Based on the report generated from the e-voting website Linkintime <https://instavote.linkintime.co.in>, I hereby submit my consolidated report on the result of remote e-voting together with that of Electronic voting at 13th Annual General Meeting in respect of the resolutions as under:



(ORDINARY BUSINESS)

- (a) Resolution No. 1 – To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2021 which includes the statement of Profit & Loss and Cash Flow statement for the year ended 31st March, 2021, the Balance Sheet as at that date, the Auditor's Report thereon, and the Board's Report.**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100

- (b) Resolution No. 2 – Declaration of Dividend on Equity share of the Company.**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100

- (c) Resolution No. 3 – To appoint the Director in place of Mr. Kailash Gupta, Whole Time Director (DIN 08789543), who retires by rotation and being eligible offers himself for Re-appointment.**

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100



SPECIAL BUSINESS:

(d) Resolutuon No.4 To approve the Remuneration of Mr. Kailash Gupta (DIN: 08789543), Whole-Time Director of the Company.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100

(e) Resolution No. 5 – Increase Authorized Share Capital of The Company to Enable Issue of Bonus Shares.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100

(f) Resolution No.6: To Alter Clause V of Memorandum of Association to Reflect the Increase In the Authorised Share Capital Proposed Under Item No. 5.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100



(g) Resolution No.7: To Approve Issue of Bonus Equity Shares:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100

(h) Resolution No. 8: Appointment of Mr. Ravi Bhandari (DIN: 06395271) as an Independent Director:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100

(i) Resolution No.9: Appointment of Mrs. Enu Shah (DIN: 07216454) as an Independent Director:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100

(j) Resolution No. 10: To Adopt New Set of Memorandum of Association (MOA) of the Company as per Companies Act 2013:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	13	2341083	6	247950	19	2589033	100
Dissent	0	0	0	0	0	0	0
Total	13	2341083	6	247950	19	2589033	100



12. All the revelant records relating to remote e-voting as well as Electronic Voting at the 13th Annual General Meeting shall remain in safe custody of until the Chairman consider approve and sign minutes of the aforesaid Annual General Meeting and the same shall be handed to over to the Compliance office of the company for safe keeping.

Thanking you
Yours Faithfully

Date: 23rd june 2021
Place: Vadodara



P. Luktuke

Piyush Luktuke
Advocate
Memb No : G-0413/01